

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

PETER A. CRAWFORD,

Plaintiff,

v.

Civil Action No.
05-cv-10078 (DPW)

WOLVERINE, PROCTOR & SCHWARTZ, INC.;
STEVEN F. CHILINSKI, and
DEEPAK S. KULKARNI,

Defendants.

AFFIDAVIT OF MARK BROWN

I, MARK BROWN, on oath depose and say that:

1. I was the Chief Financial Officer of Wolverine, Proctor & Schwartz, Inc ("Wolverine"), one of the defendants in this matter, from September 11, 2000 through September 25, 2003. Wolverine is headquartered at 51 East Main Street in Merrimac, Massachusetts.

2. On January 14, 2002, I was present at a meeting of the senior management of Wolverine when Deepak Kulkarni, then the Chief Executive Officer of Wolverine, asked if any other members of the senior management had any objections to the termination of Peter Crawford's employment with the company. Because both I and, upon information and belief, all my fellow senior managers found Mr. Crawford difficult to deal with, none of the senior managers voiced any objections to Mr. Kulkarni's suggestion that Mr. Crawford be terminated. Mr. Crawford's workplace demeanor was such that he tended to alienate nearly everyone he worked with.

3. I later learned that, prior to proposing Mr. Crawford's termination to the senior management, Mr. Kulkarni had obtained the authority to terminate Mr. Crawford from the Wolverine Board of Directors.

4. Later in the day on January 14, 2002, following the senior management's decision to terminate Mr. Crawford, Mr. Kulkarni asked me to notify Mr. Crawford of the company's decision. I subsequently walked into Mr. Crawford's office and verbally informed him that the Wolverine Board and CEO had elected to terminate his employment. Before I escorted Mr. Crawford out of the building, Mr. Crawford entered a company conference room to briefly address the company's senior management on the topic of his termination.

5. After I walked Mr. Crawford out of the building, I asked Wolverine's Human Resources Manager, Carol O'Donohue, to draft a letter to Mr. Crawford confirming Wolverine's decision to terminate his employment. Having Ms. O'Donohue draft a confirmation letter to a recently terminated Wolverine employee is the company's standard operating procedure. A copy of Ms. O'Donohue's January 18, 2002 termination letter to Mr. Crawford is attached hereto as Exhibit "A".

Signed under the penalties and pains of perjury this 6 day of April, 2005.


MARK BROWN

Exhibit A



January 18, 2002

Mr. Peter Crawford
23 Newcastle Drive #11
Nashua, NH 03060

Dear Peter:

Your termination as an employee of Wolverine is effective at the end of the regular workday on Monday, January 14, 2002. All authority to perform any duties as an employee are terminated as of such date.

We ask that you return your cell phone, keys to the building and gate, any travel cards, car rental cards and telephone calling cards.

We want to make every effort we can to help you during this difficult period to minimize any disruption in your career or personal life. We wish you the best of success in the future.

Sincerely,

Carol O'Donohue
Human Resource Manager

Certified mail
RRR